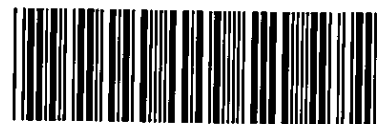


Talismont Limited

Financial statements

For the year ended 31 March 2009

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Company No. SC164349

Company information

Company registration number	SC164349 (Scotland)
Registered office	Unit 5/6 Glenburn Court Glenburn Road College Milton East Kilbride G74 5BA
Directors	J Jasper D Xiberras B Walsh
Secretary	CS Secretaries Limited
Bankers	Barclays Bank plc Corporate Banking Centre PO Box 119 Park House Stoke Gifford Bristol BS34 8TN
Solicitors	Brabners Chaffe Street LLP 5 th Floor 55 Kings Street Manchester M2 4LQ
Auditors	Grant Thornton UK LLP Chartered Accountants Registered Auditor 1 Westminster Way Oxford OX2 0PZ

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Report of the Directors

The directors present their report and the financial statements of the company for the year ended 31 March 2009.

Principal activities

The principal activity of the company during the year was the provision of domiciliary care services to the disabled and elderly.

Business review

There was a profit for the year after taxation amounting to £285,890 (2008: £213,503).

The directors do not recommend payment of a dividend.

The Company's main Key Performance Indicators (KPIs) that are used to measure its performance are revenue and operating profit. Both revenue and operating profit in the year remain at the same levels as the previous year at £2.02m and £0.31m respectively. Additional KPIs used in the business include divisional revenue, adjusted operating margin, hours of care provided, new care contracts won, Commission for Social Care Inspection (CSCI)/Care Quality Commission (CQC) ratings and operating cash flow conversion.

Credit risk

The company's principal credit risk arises from its trade debtors.

In order to manage credit risk the directors set limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed by the credit controller on a regular basis in conjunction with debt ageing and collection history.

Directors

The present membership of the Board is set out below.

M Curran (resigned 31 December 2008)

J Jasper

D Xiberras

B Walsh (appointed 31 December 2008)

Statement of directors' responsibilities

The directors are responsible for preparing the Report of the directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently
- make judgments and estimates that are reasonable and prudent
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

Report of the Directors (continued)

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as each of the directors is aware:

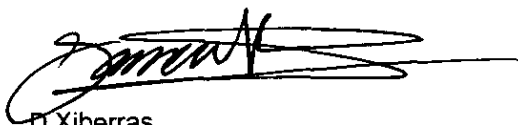
- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Auditors

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006.

On behalf of the Board



D Xiberras
Director
20 January 2010

Report of the independent auditor to the members of Talismont Limited

We have audited the financial statements of Talismont Limited for the year ended 31 March 2009 which comprise the principal accounting policies, profit and loss account, balance sheet and notes 1 to 16 which have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Report of the directors and financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the directors is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Report of the directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Report of the independent auditor to the members of Talismont Limited (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2009 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the directors is consistent with the financial statements.

Grant Thornton UK LLP

GRANT THORNTON UK LLP
REGISTERED AUDITOR
CHARTERED ACCOUNTANTS
OXFORD
20 January 2010

Principal accounting policies

Basis of preparation

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost convention.

The principal accounting policies are set out below. The policies have remained unchanged from the previous year.

Turnover

The turnover shown in the profit and loss account represents amounts receivable by the company for goods supplied and services provided excluding VAT and trade discounts.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Tangible fixed assets and depreciation

Tangible fixed assets are initially recorded at cost.

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, by equal annual instalments over the useful economic life of that asset as follows:

Fixtures & fittings	- 33.3% per annum
Computer equipment	- 33.3% per annum

Leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Going concern

The Company meets its day to day working capital requirements through a group working capital facility that is due for renewal on 31 December 2011.

Due to the nature of the Company's operations a high proportion of Company revenues are derived from the UK public sector under long term contracts. This gives the Company a high visibility over future income streams and limited exposure to bad debt risk.

However, the current economic conditions create uncertainty particularly over (a) the level of demand for the Company's services as public sector finances are likely to become more constrained; (b) the ability of customers to pay their debts within normal payment terms; and (c) the availability of bank finance in the foreseeable future.

The Company's and group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the group should be able to operate within the level of its current facility. The group will open renewal negotiations with the bank in due course and has at this stage not sought any written commitment that the facility will be renewed. However, the group has held discussion with its bankers about its future borrowing needs and no matters have been drawn to its attention to suggest that renewal may not be forthcoming on acceptable terms.

Profit and loss account

	Note	2009 £	2008 £
Turnover	1	2,022,805	2,022,429
Cost of sales		(1,351,114)	(1,379,664)
Gross profit		671,691	642,765
Operating charges		(356,445)	(330,149)
Operating profit	2	315,246	312,616
Interest receivable and similar income	4	156	100
Profit on ordinary activities before taxation		315,402	312,716
Tax on profit on ordinary activities	5	(29,512)	(99,213)
Profit on ordinary activities after taxation		285,890	213,503

All of the activities of the company are classed as continuing

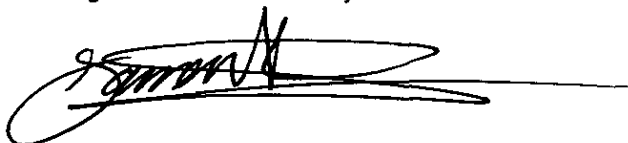
The company has no recognised gains or losses other than the profit for the year as set out above.

The accompanying accounting policies and notes form part of these financial statements.

Balance sheet

	Note	2009 £	2008 £
Fixed assets			
Tangible assets	6	-	593
Current assets			
Debtors	7	1,214,397	1,081,594
Cash at bank and in hand		331,799	108,196
		<u>1,546,196</u>	<u>1,189,790</u>
Creditors: amounts falling due within one year	8	(301,457)	(231,534)
Net current assets		<u>1,244,739</u>	<u>958,256</u>
Total assets less current liabilities		<u>1,244,739</u>	<u>958,849</u>
Capital and reserves			
Called up share capital	11	100	100
Profit and loss account	12	1,244,639	958,749
Shareholders' funds	13	<u>1,244,739</u>	<u>958,849</u>

The financial statements were approved by the Board of Directors on 20 January 2010 and are signed on their behalf by



D Xiberras
Director

Company No. SC164349

The accompanying accounting policies and notes form part of these financial statements.

Notes to the financial statements

1. Turnover

The turnover and profit before tax are attributable to the one principal activity of the company which is carried out entirely within the United Kingdom.

2. Operating profit

	2009 £	2008 £
After charging:		
Depreciation	593	2,391
Auditors fees	2,450	8,282
Tax fees	1,050	3,550
Rentals paid under operating leases:		
- Property	17,798	14,739

3. Directors and employees

The average number of employees of the company during the year was as follows:

	2009 Number	2008 Number
Care staff	115	121
Administration	6	7
	<u>121</u>	<u>128</u>

The aggregate payroll costs of the above were:

	2009 £	2008 £
Wages and salaries	1,354,719	1,434,508
Social security costs	103,024	112,907
	<u>1,457,743</u>	<u>1,547,415</u>

All directors fees are paid through the parent company, Supporta plc.

4. Interest receivable and other similar income

	2009 £	2008 £
Interest receivable:		
Bank interest	156	100
	<u>156</u>	<u>100</u>

Notes to the financial statements (continued)

5. Tax on profit on ordinary activities

The tax charge represents:

	2009 £	2008 £
Current tax:		
UK Corporation tax @ 28% (2008: 30%) on profit for the year	125,504	99,213
Adjustments in respect of previous period	(94,598)	-
Total current tax	30,906	99,213
Deferred tax movement in year	(1,394)	-
Tax charge on profit on ordinary activities	29,512	99,213

The tax assessed for the year is lower than the standard rate of corporation tax in the UK of 28% (2008: 30%). The differences are explained as follows:

Profit on ordinary activities before taxation	315,402	312,716
Profit on ordinary activities before taxation multiplied by the standard rate of UK corporation tax of 28% (2008: 30%)	88,313	93,815
Group relief	-	4,045
Depreciation charges in excess of capital allowances and other timing	(183)	(19)
Permanent differences and other	(57,224)	1,372
	30,906	99,213

6. Tangible fixed assets

	Fixtures & fittings £	Computer equipment £	Total £
Cost			
At 1 April 2008	5,110	12,937	18,047
At 31 March 2009	5,110	12,937	18,047
Depreciation			
At 1 April 2008	5,110	12,344	17,454
Provided in the year	-	593	593
At 31 March 2009	5,110	12,937	18,047
Net book amount			
At 31 March 2009	-	-	-
At 31 March 2008	-	593	593

Notes to the financial statements (continued)

7. Debtors

	2009 £	2008 £
Trade debtors	148,638	-
Amounts owed by the group undertakings	1,059,676	1,003,592
Other debtors	-	78,002
Deferred tax	1,394	-
Prepayments and accrued income	4,689	-
	<u>1,214,397</u>	<u>1,081,594</u>

8. Creditors: amounts falling due within one year

	2009 £	2008 £
Trade creditors	7,145	-
Amounts owed to group undertakings	90,738	-
Social security and other taxes	45,489	56,662
Corporation tax	125,504	117,447
Other creditors	228	2,466
Accruals and deferred income	32,353	54,959
	<u>301,457</u>	<u>231,534</u>

9. Related party transactions

As a wholly owned subsidiary of Supporta plc, the company is exempt from the requirements of FRS 8, Related Party Disclosures, to disclose transactions with other members of the group headed by Supporta plc.

There were no other related party transactions.

10. Controlling related party

The directors consider that the ultimate parent undertaking of this company is its parent company Supporta plc.

Supporta plc is this company's controlling related party by virtue of its 100% ownership of the ordinary share capital of the company.

The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by Supporta plc. Group accounts are available at the registered office of this company.

11. Share capital

	2009 £	2008 £
Authorised, allotted, issued and fully paid 100 (2008: 100) ordinary shares of £1 each	<u>100</u>	<u>100</u>

Notes to the financial statements (continued)

12. Reserves

	Profit and loss account £
Balance at 1 April 2008	958,749
Profit for the year	285,890
Balance at 31 March 2009	<u>1,244,639</u>

13. Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Opening shareholders' funds	958,849	745,346
Profit for the year	285,890	213,503
Closing shareholders' funds	<u>1,244,739</u>	<u>958,849</u>

14. Operating lease commitments

The following lease payments are committed to be paid within one year:

	2009 £	2008 £
Expiring		
Within one year	17,797	-
Between one and five years	-	17,797
	<u>17,797</u>	<u>17,797</u>

15. Capital commitments

The company had no capital commitments at 31 March 2009 or 31 March 2008.

16. Contingent liabilities

The company had the following contingent liabilities at 31 March 2009 and 31 March 2008:

Cross-guarantees exist with Supporta plc, Supporta Services Limited, Datacare Business Systems Limited, AJH Care Limited and Cringan Care Services Limited to secure the bank overdrafts of those companies. The amount of total potential guarantees, being the amounts owed to the bank at 31 March 2009 and 31 March 2008 are £1,716,000 (2008: £4,180,000), £989,000 (2008: Nil), £638,000 (2008: Nil), £558,000 (2008: Nil) and £145,000 (2008: Nil) respectively.